

January 24, 2025

Sub: Voting Results of Postal Ballot through E-Voting

This is with reference to our intimation dated December 19, 2024, about the postal ballot process undertaken by National Securities Depository Limited for seeking approval of the Members of the Company for the Appointment of Mr. Vijay Chandok (DIN: 01545262) as Managing Director & CEO of the Company. The remote e-voting period commenced from 09.00 a.m. (IST) on Wednesday, December 25, 2024, and ended at 05.00 p.m. (IST) on Thursday, January 23, 2025.

Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR Regulations") and the Companies Act, 2013, we wish to inform that the resolution for Appointment of Mr. Vijay Chandok (DIN: 01545262) as Director of the Company and to approve the appointment of Mr. Vijay Chandok (DIN: 01545262) as Managing Director & CEO of the Company is passed with requisite majority on Thursday, January 23, 2025.

In this regard, please find enclosed herewith the following:

1. Voting results as required under Regulation 44 of the SEBI LODR Regulations; and
2. Report of Scrutinizer dated January 24, 2025, pursuant to Section 108 and 110 of the Companies Act, 2013 and read with the Companies (Management and Administration) Rules, 2014.

Yours Faithfully,

Alen Ferns
Company Secretary

Encl: As above

VOTING RESULTS OF THE POSTAL BALLOT
PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of Postal Ballot Notice	December 19, 2024 (E-Voting Start Date December 25, 2024; E-Voting End Date: January 23, 2025)
Total number of shareholders on cut-off date (i.e., as on Friday, December 13, 2024)	146
No. of shareholders present in the meeting either in person or through proxy:	
Promoter(s) and Promoter(s) group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter(s) and Promoter(s) group	NA
Public	NA

Resolution No. 1 – Appointment of Mr. Vijay Chandok (DIN: 01545262) as Director of the company.								
Resolution Required					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					NA			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes – in favour	% of votes - against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	0	0	0.00	0	0	0.00	0.00
	Physical Postal Ballot	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Institutions	Remote E-voting	8,24,01,360	6,02,01,360	100.00	6,02,01,360	0	100.00	0.00
	Physical Postal Ballot	0	0	0.00	0	0	0.00	0.00
	Total	8,24,01,360	6,02,01,360	73.06	6,02,01,360	0	100.00	0.00
Public Non-Institutions	Remote E-voting	2,00,000	2,00,000	100.00	2,00,000	0	100.00	0.00
	Physical Postal Ballot	0	0	0.00	0	0	0.00	0.00
	Total	2,00,000	2,00,000	100.00	2,00,000	0	100.00	0.00
Total		8,26,01,360	6,04,01,360	73.12	6,04,01,360	0	100.00	0.00

Resolution No. 2 – To approve the appointment of Mr. Vijay Chandok (DIN: 01545262) as Managing Director & CEO of the Company								
Resolution Required					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					NA			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes – in favour	% of votes - against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-voting	0	0	0.00	0	0	0.00	0.00
	Physical Postal Ballot	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public Institutions	Remote E-voting	8,24,01,360	6,02,01,360	100.00	6,02,01,360	0	100.00	0.00
	Physical Postal Ballot	0	0	0.00	0	0	0.00	0.00
	Total	8,24,01,360	6,02,01,360	73.06	6,02,01,360	0	100.00	0.00
Public Non-Institutions	Remote E-voting	2,00,000	2,00,000	100.00	2,00,000	0	100.00	0.00
	Physical Postal Ballot	0	0	0.00	0	0	0.00	0.00
	Total	2,00,000	2,00,000	100.00	2,00,000	0	100.00	0.00
Total		8,26,01,360	6,04,01,360	73.12	6,04,01,360	0	100.00	0.00



MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

312, Kalpataru Avenue CHS LTD, Opp. Employees State Insurance Scheme Hospital,
Akurli Road, Kandivali (East), Mumbai - 400 101, Maharashtra, India.,
Tel No.: 022 45165109 Email: mihenhalani@mha-cs.com

SCRUTINIZER'S REPORT

To,
The Chairman,
National Securities Depository Limited ("the Company")
301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32,
Bandra Kurla Complex, Bandra East, Mumbai- 400051

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted through Remote E-Voting by the Equity Shareholders of National Securities Depository Limited ("the Company") commenced from Wednesday, December 25, 2024, from 9:00 A.M. (IST) and ended on Thursday, January 23, 2025 at 05:00 P.M. (IST)

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed as the scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the voting process conducted through Postal Ballot via remote e-voting commenced on Wednesday, December 25, 2024 (9:00 A.M.) and ended on Thursday, January 23, 2025 (5.00 P.M.), being undertaken under the provisions of sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and applicable Circulars and Notifications issued thereunder by the Ministry of Corporate Affairs and Securities and Exchange Board of India (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), on the resolutions contained in the Postal Ballot Notice (the "Notice") of the Company dated December 19, 2024.

1. As confirmed by the Company, the notice of Postal Ballot, was sent through electronic mode to those members whose email addresses were registered with the Company/the Registrar and Share Transfer Agent of the Company/Depository Participant(s).
2. The voting rights were reckoned as on Friday, December 13, 2024, being the cut-off date for the purpose of determining the entitlement of members to vote in the Postal Ballot.
3. The votes cast via remote e-voting were unblocked on January 24, 2025 in the presence of the following two witnesses not being in the employment of the Company as under:

- i) Ms. Sakshi Saxena
- ii) Mr. Milin Ramani

Scrutinizer's Report on Postal Ballot

4. On the basis of the votes exercised by the members of the Company by way of remote e-voting, we have issued the Scrutiniser's Report dated January 24, 2025.
5. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
6. The responsibility as a scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizer's Report of the votes cast "FOR" or "AGAINST" the resolution(s) as stated in the Notice, based on the reports generated from e-voting systems provided by NSDL.
7. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the website of NSDL e-voting platform i.e. <https://www.evoting.nsdl.com/> and based on such reports generated, the result of the combined / consolidated e-voting is as under;

SPECIAL BUSINESS:
Resolution Item No. 1

To approve the appointment of Mr. Vijay Chandok as Director of the Company.

Particulars	No. of members voted		No. of votes Cast by them		Total		
	Remote e-voting	Through Postal Ballot	Remote e-voting	Through Postal Ballot	No of Members	Votes Cast*	Percentage (%)
Votes Cast in favour	8	-	60401360	-	8	60401360	100
Votes Cast against	-	-	-	-	-	-	-
Total	8	-	60401360	-	8	60401360	100

Based on the above results, we hereby report that the said resolution has been duly passed by the members of the Company with the requisite majority.

Resolution Item No. 2

To approve the appointment of Mr. Vijay Chandok (DIN: 01545262) as Managing Director & CEO of the Company:

Particulars	No. of members voted		No. of votes Cast by them		Total		
	Remote e-voting	Through Postal Ballot	Remote e-voting	Through Postal Ballot	No of Members	Votes Cast*	Percentage (%)
Votes Cast in favour	8	-	60401360	-	8	60401360	100
Votes Cast against	-	-	-	-	-	-	-
Total	8	-	60401360	-	8	60401360	100

Based on the above results, we hereby report that the said resolution has been duly passed by the members of the Company with the requisite majority.

Notes:

1. The percentages are rounded off to the nearest decimals.
2. Number of votes cast does not include no. of votes abstained & invalid votes.
3. Number of shareholders are not grouped on the basis of PAN.
4. Pursuant to the Letter No. SEBI/HO/MRD/MRD-RAC-2/P/OW/2023/41473/1 dated October 06, 2023 issued by Securities and Exchange Board of India (SEBI), the Company is directed to freeze the voting rights of IDBI Bank Ltd and National Stock Exchange of India Limited ("NSE") ("the members") in excess of 15% of their shareholding in the Company. Therefore, the total votes cast by the said members is counted upto 15% of their shareholding in the Company.

Date: 24.01.2025
Place: Mumbai
UDIN: F009926F003785544
For MIHEN HALANI & ASSOCIATES
Practicing Company Secretaries

Mihen
Jyotindra
Halani

Digitally signed by Mihen Jyotindra Halani
DN: cn=Mihen Jyotindra Halani, o=MIHEN HALANI & ASSOCIATES, email=mihen@mhala.com, c=IN
Date: 2025.01.24 12:34:16 +05'30'
MIHEN HALANI
(Proprietor)
FCS No. 9926
CP No. 12015
Counter Signed by:
For National Securities Depository Limited

ALLEN
WILFRED
FERNES

Digitally signed by
ALLEN WILFRED
FERNES
Date: 2025.01.24
21:34:16 +05'30'
Chairman / Company Secretary